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May 3, 2004

VIA HAND DELIVERY

Kim Beals
Pre-Arbitration Officer
Tennessee Regulatory Authority
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Nashville, TN 37243-0505

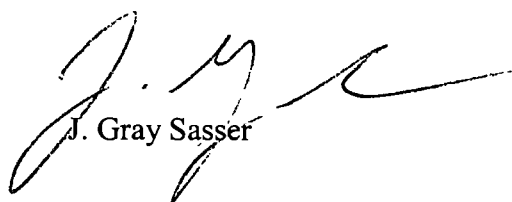
Re: **Docket 04-00059, Level 3 Communications Arbitration**

Dear Ms. Beals:

On April 26, 2004, the parties sent a letter requesting a delay in the filing of the joint matrix of issues until today when the joint procedural schedule was also to be filed. The basis for that request was that the parties were close to an agreement settling all outstanding issues. While there still remain some issues on the language of that settlement, there has been substantial progress toward completion of a document reflecting the overall agreement in principle between the parties. Because of that progress, the parties again request a delay in filing either the matrix or the proposed procedural schedule. We hope to be able to file a stipulation dismissing the case later this week.

If this expected deadline cannot be met, we will file another letter indicating status on Friday, May 14. We appreciate your assistance in this matter.

Regards,



J. Gray Sasser

JGS/ctr
enc.

cc: Guy M. Hicks, Esq., BellSouth Telecommunications, Inc.
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